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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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EXHIBIT D-15  
UTILITIES  
379.3 HOURS

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Delphi Corporation (DIP)  
Utilities

Bill Date: 03/31/06  
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
MARAFIOTI KA	02/16/06	1.50	REVIEW AND REVISE LOCKPORT MOTION (0.8); AFFIDAVIT (0.5), AND ORDER (0.2).
MARAFIOTI KA	02/17/06	3.90	CORRESPONDENCE RE: LOCKPORT ISSUES (0.5); WORKING ON FINAL REVISIONS TO LOCKPORT MOTION (1.4), SUPPORTING AFFIDAVIT (1.0), ORDER (0.4); TELECONFERENCE WITH MARK HESTER (0.6).
		5.40	
Total Partner		5.40	
MATZ TJ	02/01/06	0.90	WORK ON LOCKPORT ELECTRIC SETTLEMENT AGREEMENT, LETTER OF CREDIT MATTER, AND STRUCTURE (0.9).
MATZ TJ	02/02/06	0.40	CONTINUING WORK ON LOCKPORT ELECTRIC SETTLEMENT AGREEMENT (0.4).
MATZ TJ	02/09/06	0.40	REVIEW AND COMMENT ON LOCKPORT ENERGY ASSOCIATES CONTRACT MODIFICATION (0.4).
MATZ TJ	02/10/06	1.60	REVIEW AND COMMENT ON LOCKPORT ENERGY ASSOCIATES MOTION RE: CONTRACT AMENDMENTS (1.3); FOLLOW UP WORK RE: SAME (0.3).
MATZ TJ	02/15/06	1.10	WORK ON LOCKPORT ENERGY MOTION AND REVISE CONTRACT (1.1).
MATZ TJ	02/17/06	0.40	CONTINUING WORK ON LOCKPORT ENERGY MOTION (0.4).
MATZ TJ	02/21/06	0.30	WORK ON CONTRACT ASSUMPTION MATTER RE: LOCKPORT (0.3).
MATZ TJ	02/24/06	0.30	REVIEW AND REVISE LOCKPORT ENERGY PROFFER (0.3).
MATZ TJ	02/27/06	0.90	TELECONFERENCE WITH N. BERGER RE: ENTERGY SETOFF PREFERENCE/UTILITY CLAIM (0.2); FOLLOW UP WORK RE: SAME (0.4); WORK ON LOCKPORT ENERGY MODIFIED CONTRACTS (0.3).
		6.30	
Total Counsel		6.30	

TOUSSI S	02/01/06	1.50	FOLLOWUP ISSUES RE: NEW AGREEMENT WITH CES, INCLUDING EDITING NOTICE OF ENTERING INTO NEW CONTRACT AND SERVING SAME (1.5).
		1.50	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ZALTZMAN H	02/13/06	2.10	DRAFT 363+365 ASSUMPTION FOR LOCKPORT CONTRACTS ORDER (0.8) DRAFT 363+365 AFFODAVOT OM SUPPORT OF LOCKPORT CONTRACT (0.8) DRAFT 362+363 ORDER TO MODIFY LOCKPORT CONTRACTS (0.3) DRAFT 362+363 AFFIDAVIT IN SUPPORT OF ORDER TO MODIFY LOCKPORT CONTRACTS (0.2).
ZALTZMAN H	02/16/06	4.20	RESEARCH ASSUMPTION OF CONTRACT PROVISIONS RE: LOCKPORT ENERGY CONTRACTS (1.8); RESEARCH DEFINITION OF "TRANSFER" UNDER 363 (N) + 363 (F) OF THE CODE RE: LOCKPORT CONTRACTS (2.0); RESEARCH WAIVER OF AN OPTION TO PURCHASE UNDER 363 (N) AND 363 (F) RE: LOCKPORT CONTRACTS (0.4).
ZALTZMAN H	02/17/06	8.20	RESEARCH THE APPLICATION OF SECTION 362 AUTOMATIC STAY TO RECORDING OF SECURED INTERESTS (0.5); DRAFT EDIT LOCKPORT ENERGY ASSUMPTION PLEADINGS (5.5); RESEARCH ISSUES INVOLVED/IMPLICATED IN LOCKPORT PLEADINGS (2.2).
		<b>14.50</b>	
ZIEGLER VE	02/01/06	9.70	CONTINUE WORKING ON LETTER AGREEMENT WITH SOUTHERN CALIFORNIA EDISON (2.1); WORK ON LETTER AGREEMENT WITH ALABAMA POWER (3.1); DRAFT LETTER RE: LATE FEES (2.1); TELECONFERENCES WITH M. HESTER, M. RATHKE, AND R. LOGNEY, NYSEG, NYPA AND LOCKPORT RE: LOCKPORT MODIFICATION AGREEMENT AND NYPA APPLICATION ISSUES (2.4).
ZIEGLER VE	02/02/06	9.80	WORK ON OBJECTION TO SOUTHERN CALIFORNIA EDISON'S MOTION TO VACATE (2.4); WORK ON STIPULATION RE: SAME (1.9); WORK ON GEORGIA POWER'S LETTER AGREEMENT (1.4); WORK ON KOKOMO AND KGF LETTER AGREEMENT (1.5); TELECONFERENCES, EMAIL CORRESPONDENCE WITH D. POOLE AND M. FISK RE: SAME (2.6).
ZIEGLER VE	02/03/06	11.30	RESEARCH PRECEDENTS RE: MODIFICATION MOTIONS (2.1); START WORKING ON FACTUAL BACKGROUND RE: MOTION TO MODIFY CONTRACTS WITH LOCKPORT (5.1); REVIEW ENERGY SALES AGREEMENT AND SETTLEMENT AGREEMENT (4.1).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ZIEGLER VE	02/06/06	9.80	TELECONFERENCE WITH M. ZARNOSKY AND M. HESTER RE: OUTSTANDING PREPETITION AMOUNTS OWED BY DELPHI TO NYPA UNDER THE NIMO AGREEMENT (0.9); TELECONFERENCE WITH J. CARLINE FROM NYPA RE: SAME (0.9). EMAIL CORRESPONDENCE AND ANALYSIS RE: SAME (3.8); EMAIL CORRESPONDENCE WITH M. HALL RE: DUKE ENERGY AND GEORGIA POWER'S REQUEST FOR ADEQUATE ASSURANCE (1.3); TELECONFERENCE AND EMAIL CORRESPONDENCE WITH C. TURNER RE: GEORGIA POWER'S REQUEST FOR ADEQUATE ASSURANCE (0.9); DRAFT LETTER AGREEMENT RE: SETTLEMENT WITH GEORGIA POWER (1.3); EMAIL CORRESPONDENCE WITH M. HESTER RE: TIMELY REQUESTS FOR ADEQUATE ASSURANCE (0.7).
ZIEGLER VE	02/07/06	9.70	WORK ON UTILITY ISSUES (1.8); EMAIL CORRESPONDENCE WITH D. POOLE AND C. TURNER RE: GEORGIA POWER'S ADEQUATE ASSURANCE REQUEST (0.6); FOLLOW UP ON NIAGARA MOHAWK PAYMENT (0.4); EMAIL CORRESPONDENCE WITH M. FISK RE: COLUMBIA GAS OF OHIO'S REQUEST FOR ADEQUATE ASSURANCE (1.2); REVISE LETTER AGREEMENT RE: SAME (1.1); EMAIL CORRESPONDENCE WITH N. MACMAHON RE: PREPETITION UTILITY INVOICES (0.4); EMAIL CORRESPONDENCE WITH R. KAZANSKI RE: PSE&G MISAPPLICATION OF POSTPETITION SECURITY DEPOSIT (0.5); DRAFT SETTLEMENT AGREEMENT WITH NYPA (3.7).
ZIEGLER VE	02/08/06	10.70	PARTICIPATE IN VARIOUS TELECONFERENCES RE: NYSEG, LOCKPORT AND NYPA QUESTIONS AND STATUS OF REVISIONS OF MOU AND ENERGY SALES AGREEMENT (2.2); DRAFT MOTION LOCKPORT TO ADDRESS ASSUMPTION OF ENERGY SALES AGREEMENT (3.5); EMAIL CORRESPONDENCE AND TELECONFERENCES WITH M. HESTER, M. RATHKE, AND R. LOGNEY RE: FACTUAL BACKGROUND (1.5); REVISE SAME (1.4); WORK ON ORDERS AND AFFIDAVITS RE: LOCKPORT MOTIONS (2.1).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ZIEGLER VE	02/09/06	9.30	PARTICIPATE IN VARIOUS TELECONFERENCES RE: NYSEG, LOCKPORT AND NYPA QUESTIONS AND STATUS OF REVISIONS OF MOU AND ENERGY SALES AGREEMENT (2.8); WORK ON MOTION TO MODIFY ENERGY SALES CONTRACT (3.2); TELECONFERENCES WITH M. HESTER RE: NEGOTIATION OF SAME (0.5); EMAIL CORRESPONDENCE WITH M. RATHKE RE: OUTSTANDING PREPETITION AMOUNTS UNDER THE ENERGY SALES AGREEMENT (0.8); EMAIL CORRESPONDENCE WITH M. FISK RE: COLUMBIA GAS OF OHIO'S AND KOKOMO'S REQUEST FOR ADEQUATE ASSURANCE (0.9); WORK ON LETTER AGREEMENTS RE: SAME (1.1).
ZIEGLER VE	02/10/06	11.60	CONTINUE WORKING ON MOTION TO LIFT THE AUTOMATIC STAY TO MODIFY LOCKPORT CONTRACTS (3.5); REVIEW ENERGY SALES AGREEMENT WITH LOCKPORT (2.1); PREPARE AND PARTICIPATE IN A CALL WITH NYSEG, NYPA & LOCKPORT RE: BANKRUPTCY ISSUES AND PROTECTIONS SOUGHT BY LOCKPORT (2.5); RESEARCH CASE LAW RE: APPLICABILITY OF SECTION 1146(C) TO LOCKPORT MOTION (3.1); EMAIL CORRESPONDENCE WITH R. DEHNEY RE: SAME (0.4).
ZIEGLER VE	02/13/06	11.10	REVISE MOTION LOCKPORT TO ADDRESS ASSUMPTION OF ENERGY SALES AGREEMENT (3.5); EMAIL CORRESPONDENCE AND CALLS WITH M. HESTER, M. RATHKE, AND R. LOGNEY RE: FACTUAL BACKGROUND (1.5); REVISE SAME (1.4); PARTICIPATE IN VARIOUS CONFERENCE CALLS RE: NYSEG, LOCKPORT AND NYPA QUESTIONS AND STATUS OF REVISIONS OF MOU AND ENERGY SALES AGREEMENT (2.6); WORK ON ORDERS AND AFFIDAVITS RE: LOCKPORT MOTIONS (2.1).
ZIEGLER VE	02/14/06	10.60	WORK ON MOTION TO ASSUME ENERGY SALES CONTRACT (1.2); TELECONFERENCES WITH M. HESTER RE: NEGOTIATION OF SAME (0.5); EMAIL CORRESPONDENCE WITH M. RATHKE RE: OUTSTANDING PREPETITION AMOUNTS UNDER THE ENERGY SALES AGREEMENT (0.8); EMAIL CORRESPONDENCE WITH J. LYONS RE: ASSUMPTION ISSUES (0.3); LEGAL RESEARCH RE: APPLICABILITY OF SECTIONS 363(F) AND (M) TO MODIFICATION AND ASSUMPTION MOTION (3.9); EXTENSIVE CORRESPONDENCE AND NEGOTIATION WITH R. DEHNEY RE: SAME AND CARVE OUT FROM PLAN (3.1); REVISE ORDERS, MOTIONS AND AFFIDAVITS (0.8).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ZIEGLER VE	02/15/06	12.40	WORK ON MOTION TO ASSUME ENERGY SALES CONTRACT (3.9); DISCUSS EASEMENTS ISSUES WITH M. HESTER AND NEGOTIATION OF SAME (1.1); LEGAL RESEARCH RE: EASEMENTS AND SECTIONS 363(F) AND (M) TO MODIFICATION AND ASSUMPTION MOTION (4.1); EMAIL CORRESPONDENCE AND NEGOTIATION WITH R. DEHNEY RE: SAME AND CARVE OUT FROM PLAN (2.1); ATTEND VARIOUS TELECONFERENCES WITH M. HESTER, M. RATHKE, AND R. LOGNEY RE: MOTION (1.2).
ZIEGLER VE	02/16/06	13.40	CONTINUE NEGOTIATIONS WITH LOCKPORT ENERGY RE: CONTENT OF LOCKPORT PROPOSED ORDER (2.1); WORK ON MOTION TO ASSUME ENERGY SALES CONTRACT (4.2); EMAIL CORRESPONDENCE AND NEGOTIATION WITH R. DEHNEY RE: SAME (2.1); PARTICIPATE IN VARIOUS TELECONFERENCES WITH M. HESTER, M. RATHKE, AND R. LOGNEY, NYSEG, NYPA AND LOCKPORT RE: MOTION, MODIFIED AGREEMENT AND (3.5); REVISE LOCKPORT MOTION, ORDER AND AFFIDAVIT (1.5).
ZIEGLER VE	02/17/06	13.90	REVISE LOCKPORT MOTION, ORDER AND AFFIDAVIT TO INCLUDE CONSENT TO MODIFICATION OF AUTOMATIC STAY (4.5); CONTINUE NEGOTIATIONS WITH LOCKPORT ENERGY RE: CONTENT OF LOCKPORT PROPOSED ORDER (2.1); WORK ON MOTION TO ASSUME ENERGY SALES CONTRACT (1.2); EMAIL CORRESPONDENCE AND NEGOTIATION WITH R. DEHNEY RE: SAME (2.3); PARTICIPATE IN VARIOUS TELECONFERENCES WITH M. HESTER, M. RATHKE, AND R. LOGNEY, NYSEG, NYPA AND LOCKPORT RE: MOTION, MODIFIED AGREEMENT AND (3.8).
ZIEGLER VE	02/21/06	9.90	LEGAL RESEARCH AND ANALYSIS RE: NYPA'S REQUEST FOR REIMBURSEMENT OF PREPETITION AMOUNTS DUE UNDER A CONTRACT WITH NYSEG (3.4); EMAIL CORRESPONDENCE AND TELECONFERENCES WITH M. HESTER, M. RATHKE, AND R. LOGNEY RE: SAME (1.3); WORK ON VARIOUS REQUESTS FOR ADEQUATE ASSURANCE AND LATE FEE CHARGES (2.1); DRAFT LETTER AGREEMENT WITH COLUMBIA GAS OF OHIO (3.1).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ZIEGLER VE	02/22/06	9.30	DRAFT SCRIPT RE: LOCKPORT MOTION (3.6); DRAFT SLIDES FOR CREDITORS' COMMITTEE MEETING RE: LOCKPORT MOTION (1.3); REVIEW AFFIDAVIT OF SERVICE AND FOLLOW UP (1.2); EMAIL CORRESPONDENCE WITH M. FISK RE: COLUMBIA GAS OF OHIO'S REQUEST FOR ADEQUATE ASSURANCE (1.2); REVISE LETTER AGREEMENT RE: SAME (1.1); EMAIL CORRESPONDENCE WITH N. MACMAHON RE: PREPETITION UTILITY INVOICES (0.4); EMAIL CORRESPONDENCE WITH R. KAZANSKI RE: PSE&G MISAPPLICATION OF POSTPETITION SECURITY DEPOSIT (0.5).
ZIEGLER VE	02/23/06	9.70	RESEARCH AND EMAIL CORRESPONDENCE WITH S. MCGRATH RE: ENTERGY DISCLOSURE AND 366 ISSUES (1.8); EMAIL CORRESPONDENCE WITH D. POOLE AND C. TURNER RE: GEORGIA POWER'S ADEQUATE ASSURANCE REQUEST (0.6); FOLLOW UP ON NIAGARA MOHAWK PAYMENT (0.4); EMAIL CORRESPONDENCE WITH M. FISK RE: COLUMBIA GAS OF OHIO'S REQUEST FOR ADEQUATE ASSURANCE (1.2); REVISE LETTER AGREEMENT RE: SAME (1.1); EMAIL CORRESPONDENCE WITH N. MACMAHON RE: PREPETITION UTILITY INVOICES (0.4); EMAIL CORRESPONDENCE WITH RUTH KAZANSKI RE: PSE&G MISAPPLICATION OF POSTPETITION SECURITY DEPOSIT (0.5); DRAFT SETTLEMENT AGREEMENT WITH NYPA (3.7).
ZIEGLER VE	02/24/06	7.50	EMAIL CORRESPONDENCE WITH M. FISK RE: COLUMBIA GAS OF OHIO'S REQUEST FOR ADEQUATE ASSURANCE AND TERMINATION RIGHTS (2.5); REVISE LETTER AGREEMENT RE: SAME (1.3); WORK ON LATE FEES REQUESTS (1.7); TELECONFERENCES WITH T. BERRY FROM CITY OF ADRIAN RE: DELPHI'S PREPETITION UTILITY INVOICES (1.1); EMAIL CORRESPONDENCE WITH D. POOLE RE: OUTSTANDING UTILITY MATTERS (0.9).
ZIEGLER VE	02/27/06	10.40	REVIEW COLUMBIA GAS OF OHIO RULES AND REGULATIONS (2.1); EMAIL CORRESPONDENCE WITH M. FISK RE: SAME (0.7); VARIOUS TELECONFERENCES WITH D. POOLE RE: LATE FEES REQUESTS (0.7); LEGAL RESEARCH RE: SAME (2.9); DRAFT LETTERS RE: SAME (2.1); DRAFT LETTER TO CENTER POINT ENERGY RE: LATE ADEQUATE ASSURANCE REQUEST (1.9).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ZIEGLER VE	02/28/06	8.80	TELECONFERENCES RE: CENTER POINT ENERGY'S REQUEST FOR ADEQUATE ASSURANCE (2.1); TELECONFERENCE AND EMAIL CORRESPONDENCE WITH R. LOGHNEY RE: NYSEG, NYPA ISSUES RE: LOCKPORT MOTION (1.2); REVISE LOCKPORT MOTION SCRIPT (1.0); RESPOND TO UTILITY COMPANIES REQUESTS RE: LATE FEE CHARGES (0.7); TELECONFERENCES WITH D. POOLE RE: GEORGIA POWER AND COLUMBIA GAS OF OHIO REQUESTS FOR ADEQUATE ASSURANCE (0.8); EMAIL CORRESPONDENCE WITH M. HESTER RE: COLUMBIA GAS OF OHIO TERMINATION RIGHTS ISSUE (1.2); RESEARCH RE: SAME (1.8).
		198.90	
Total Associate		214.90	
TOTAL TIME		<u>226.60</u>	



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

**Delphi Corporation (DIP)  
Utilities**

**Bill Date: 03/31/06  
Bill Number: 1108452**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee/Dept.</b>	<b>Amount</b>
In-house Reproduction	02/07/06	Copy Center, D	2.14
In-house Reproduction	02/24/06	Copy Center, D	0.22
In-house Reproduction	02/28/06	Copy Center, D	0.64
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$3.00</b>
Telephone Expense	02/24/06	Telecommunications, D	0.42
Telephone Expense	02/24/06	Telecommunications, D	0.58
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$1.00</b>
Lexis/Nexis	02/13/06	Ziegler VE	268.89
Lexis/Nexis	02/16/06	Zaltzman H	414.31
Lexis/Nexis	02/17/06	Zaltzman H	91.80
<b>TOTAL LEXIS/NEXIS</b>			<b>\$775.00</b>
Westlaw	02/08/06	Ziegler VE	386.17
Westlaw	02/08/06	Ziegler VE	107.12
Westlaw	02/09/06	Ziegler VE	7.42
Westlaw	02/15/06	Ziegler VE	56.46
Westlaw	02/15/06	Ziegler VE	4.34
Westlaw	02/16/06	Ziegler VE	227.99
Westlaw	02/22/06	Ziegler VE	204.13
Westlaw	02/24/06	Ziegler VE	275.23
Westlaw	02/27/06	Ziegler VE	55.38
Westlaw	02/28/06	Ziegler VE	11.76
<b>TOTAL WESTLAW</b>			<b>\$1,336.00</b>
<b>TOTAL MATTER</b>			<b>\$2,115.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Delphi Corporation (DIP)  
Utilities

Bill Date: 04/30/06  
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
ZIEGLER VE	03/01/06	10.10	EMAIL CORRESPONDENCE WITH M. HESTER RE: COLUMBIA GAS OF OHIO'S REQUEST AND ANALYSIS RE: SAME (1.2); RESEARCH RECENT BANKRUPTCY AND J. DRAIN CASES FOR REQUESTS FOR SECURITY DEPOSITS IN THE FORM OF GAS STORAGE (3.5); NEGOTIATED LANGUAGE IN LETTER AGREEMENT WITH COLUMBIA GAS WITH M. FISK (1.2); TELECONFERENCE WITH J. SIMPSON FROM CENTER POINT ENERGY RE: REQUEST FOR ADEQUATE ASSURANCE AND FOLLOW UP WITH D. POOLE ON WITHDRAWAL OF SUCH REQUEST (2.6); WORK ON PROFFER RE: LOCKPORT ENERGY MOTION (1.6).
ZIEGLER VE	03/02/06	9.70	EMAIL CORRESPONDENCE WITH M. HESTER AND D. POOLE RE: COLUMBIA GAS OF OHIO'S REQUEST (1.1); ANALYSIS OF CASE LAW RE: SAME (4.2); EMAIL CORRESPONDENCE WITH M. FISK RE: SAME (0.5); FOLLOW UP ON ALABAMA POWER LETTER AGREEMENT (0.5); EMAIL CORRESPONDENCE WITH M. HEASTER, R. LOUGHNEY AND D. BUTZ RE: LOCKPORT ENERGY MODIFICATION AGREEMENTS (1.1); REVIEW SAME (2.3).
ZIEGLER VE	03/06/06	10.30	WORK ON COLUMBIA GAS OF OHIO'S LETTER AGREEMENT (2.1); EMAIL CORRESPONDENCE RE: SAME (0.6); EMAIL CORRESPONDENCE WITH M. HEASTER, R. LOUGHNEY AND D. BUTZ RE: LOCKPORT ENERGY MOTION (1.1); REVIEW AND ANALYZE AGREEMENTS AND PETITIONS RE: SAME (5.6); TELECONFERENCE WITH M. HEASTER RE: SAME (0.9).
ZIEGLER VE	03/07/06	11.40	WORK ON PROFFER RE: LOCKPORT ENERGY MOTION (1.7); LEGAL RESEARCH RE: ASSUMPTION AND ASSIGNMENT OF EXECUTORY CONTRACT (4.1); RESEARCH AND ANALYZE TSU'S RECOUPMENT REQUEST (4.4); EMAIL CORRESPONDENCE WITH S. HOMER RE: SAME (0.7); FOLLOW UP ON SOUTHERN CALIFORNIA EDISON REQUEST (0.5).
ZIEGLER VE	03/08/06	11.40	EMAIL CORRESPONDENCE WITH M. HEASTER, R. LOUGHNEY AND D. BUTZ RE: LOCKPORT ENERGY MOTION (1.2) REVIEW AND ANALYZE AGREEMENTS AND PETITIONS FOR APPLICATION OF POWER RE: SAME (5.3); WORK ON PROFFER RE: LOCKPORT ENERGY PROFFER (0.7); LEGAL RESEARCH RE: ASSUMPTION AND ASSIGNMENT OF EXECUTORY CONTRACT (4.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ZIEGLER VE	03/09/06	8.30	PREPARE FOR AFFIANT FOR HEARING ON LOCKPORT MOTION (1.8); EMAIL CORRESPONDENCE WITH M. HEASTER, R. LOUGHNEY AND M. RATHKE RE: HEARING AND STATUS OF MOTION (0.9); WORK ON COLUMBIA GAS OF OHIO'S LETTER AGREEMENT (2.1); EMAIL CORRESPONDENCE RE: SAME (0.6); EXCHANGE SIGNATURE PAGES RE: SAME (0.5); WORK ON TSU RECOUPMENT REQUEST (2.4).
ZIEGLER VE	03/10/06	2.40	TELECONFERENCE WITH B. LUETHGE RE: REJECTION OF ENTERPRISE ZONE AGREEMENT (1.1); REVIEW AGREEMENTS RE: SAME (1.3).
ZIEGLER VE	03/14/06	5.30	LEGAL RESEARCH RE: REJECTION OF AN EXECUTORY CONTRACT AND LIQUIDATED DAMAGES CLAUSE (4.8); TELECONFERENCE WITH B. LUETHGE RE: SAME (0.5).
ZIEGLER VE	03/15/06	3.90	FOLLOW UP ON ALABAMA POWER'S REQUEST FOR ADEQUATE ASSURANCE (0.9); TELECONFERENCES WITH D. POOLE RE: PAYMENT OF SECURITY DEPOSITS (0.6); DRAFT LETTER RE: AND LATE FEES REQUESTS (2.4).
ZIEGLER VE	03/16/06	5.00	LEGAL RESEARCH RE: PENALTY CLAUSES AND REJECTION OF EXECUTORY CONTRACT (5.0).
ZIEGLER VE	03/17/06	7.80	TELECONFERENCE WITH M. HESTER AND R. LOUGHNEY RE: ENTRY OF LOCKPORT ENERGY ORDER AND EFFECT THEREOF (1.3); EMAIL CORRESPONDENCE RE: SAME (0.9); FOLLOW UP ON PAYMENTS OF SECURITY DEPOSITS WITH RESPECT TO GEOPRGIA POWER AND COLUMBIA GAS OF OHIO (1.2); WORK ON TSU RECOUPMENT REQUEST (3.8); TELECONFERENCE WITH D. POOLE RE: SAME (0.6).
ZIEGLER VE	03/20/06	1.60	EMAIL CORRESPONDENCE RE: LOCKPORT ENERGY ORDER AND EFFECT THEREOF (1.6).
ZIEGLER VE	03/21/06	6.20	FOLLOW UP ON PAYMENTS OF SECURITY DEPOSITS WITH RESPECT TO GEOPRGIA POWER AND COLUMBIA GAS OF OHIO (1.2); WORK ON TSU RECOUPMENT REQUEST (4.4); TELECONFERENCE WITH D. POOLE RE: SAME (0.6).
ZIEGLER VE	03/27/06	3.90	ANALYSIS OF ENTERPRISE ZONE AGREEMENTS (2.1); WORK ON MOTION RE: REJECTION OF SAME (1.4); EMAIL CORRESPONDENCE RE: LOCKPORT ENERGY ORDER (0.4).
ZIEGLER VE	03/28/06	7.50	ANALYSIS OF ENTERPRISE ZONE AGREEMENTS (2.1); DRAFT MOTION RE: REJECTION OF SAME (5.4).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ZIEGLER VE	03/29/06	1.30	FOLLOW UP ON ALABAMA POWER LETTER AGREEMENT (0.3); EMAIL CORRESPONDENCE RE: MISAPPLICATION OF SECURITY DEPOSIT (0.5); EMAIL CORRESPONDENCE RE: OVERPAYMENT OF UTILITY BILL (0.5).
ZIEGLER VE	03/30/06	5.30	CONTINUE WORKING ON MOTION TO REJECT ZONE ENTERPRISE AGREEMENTS (5.3).
ZIEGLER VE	03/31/06	9.80	TELECONFERENCE WITH W. LUETHGE RE: REJECTION OF ENTERPRISE ZONE AGREEMENTS (0.5); REVIEW AGREEMENTS AND DRAFT MOTION RE: SAME (9.3).
		<b>121.20</b>	
<b>Total Associate</b>		<b>121.20</b>	
<b>TOTAL TIME</b>		<b><u>121.20</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Delphi Corporation (DIP)  
Utilities

Bill Date: 04/30/06  
Bill Number: 1108601

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	03/03/06	Copy Center, D	0.69
In-house Reproduction	03/17/06	Copy Center, D	0.35
In-house Reproduction	03/24/06	Copy Center, D	0.96
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$2.00</b>
Telephone Expense	03/31/06	Telecommunications, D	0.47
Telephone Expense	03/31/06	Telecommunications, D	0.53
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$1.00</b>
Westlaw	03/06/06	Ziegler VE	289.85
Westlaw	03/10/06	Ziegler VE	215.67
Westlaw	03/13/06	Ziegler VE	1,118.48
		<b>TOTAL WESTLAW</b>	<b>\$1,624.00</b>
Messengers/ Courier	03/24/06	Dist Serv/Mail/Page, D	22.00
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$22.00</b>
		<b>TOTAL MATTER</b>	<b>\$1,649.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Delphi Corporation (DIP)  
Utilities

Bill Date: 05/31/06  
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
ZALTZMAN H	04/27/06	4.00	RESEARCH DEFINITION OF UTILITY IN CASE LAW (1.5); REVIEW MATERIALS RE: EDS SERVICES PROVIDED (0.3); DRAFT EMAIL MEMO RE: EDS STATUS AS A UTILITY (0.8); REVIEW TERIS OVERPAYMENT MATERIALS (0.4); DRAFT LETTER TO TERIS RE: OVERPAYMENT (1.0).
		4.00	
ZIEGLER VE	04/03/06	3.40	DRAFT LETTER TO TERRIS, UTILITY COMPANY RE: OVERPAYMENT OF FEES (1.3); LEGAL RESEARCH RE: UNAUTHORIZED PAYMENT OF PREPETITION FEES (2.1).
ZIEGLER VE	04/13/06	4.10	CASE LAW AND FACTUAL ANALYSIS WHETHER EDS IS A UTILITY (4.1).
ZIEGLER VE	04/24/06	5.20	LEGAL RESEARCH RE: SECTION 549 OF THE BANKRUPTCY CODE AND ORDINARY COURSE OF BUSINESS TRANSACTIONS (3.6); DRAFT EMAIL ANALYSIS TO R. REYES RE: SAME (1.2); TELECONFERENCE WITH D. YEATER RE: DOMINION EAST OHIO'S REQUEST FOR ADEQUATE ASSURANCE (0.4).
ZIEGLER VE	04/26/06	3.00	ANALYSIS OF DOMINION EAST REQUEST FOR ADEQUATE ASSURANCE (2.1); TELECONFERENCES WITH D. YEATER AND M. HALL RE: DOMINION EAST REQUEST FOR ADEQUATE ASSURANCE (0.7); EMAIL CORRESPONDENCE WITH M. HALL RE: SAME (0.2).
ZIEGLER VE	04/27/06	2.50	EMAIL CORRESPONDENCE WITH R. REYES RE: AVAYA ORDINARY COURSE ANALYSIS (0.2); WORK ON LETTER TO TERRIS RE: OVERPAYMENT OF UTILITY BILLS (1.2); ANALYSIS OF WHETHER ELECTRONIC DATA SYSTEMS IS A UTILITY (1.1).
		18.20	
Total Associate		22.20	
TOTAL TIME		<u>22.20</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Delphi Corporation (DIP)  
Utilities

Bill Date: 05/31/06  
Bill Number: 1108515

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	04/28/06	Copy Center, D	2.00
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$2.00</b>
Lexis/Nexis	04/05/06	Ziegler VE	183.16
Lexis/Nexis	04/24/06	Ziegler VE	268.33
Lexis/Nexis	04/27/06	Zaltzman H	712.51
		<b>TOTAL LEXIS/NEXIS</b>	<b>\$1,164.00</b>
Westlaw	04/24/06	Ziegler VE	145.00
		<b>TOTAL WESTLAW</b>	<b>\$145.00</b>
Messengers/ Courier	04/04/06	Dist Serv/Mail/Page, D	8.00
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$8.00</b>
Outside Research/Internet Services	04/06/06	Pacer Service Center	50.00
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$50.00</b>
CLR/Disclosure	04/18/06	Office Admin, D	62.00
		<b>TOTAL CLR/DISCLOSURE</b>	<b>\$62.00</b>
		<b>TOTAL MATTER</b>	<b>\$1,431.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Delphi Corporation (DIP)  
Utilities

Bill Date: 06/30/06  
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
ZIEGLER VE	05/09/06	7.10	LEGAL RESEARCH RE: APPLICABILITY OF SECTION 549 ON UTILITY CONTRACT TERMS (3.8); DRAFT EMAIL ANALYSIS RE: WITH R. REYES RE: AVAYA'S REQUEST (2.1); TELECONFERENCE WITH AVAYA AND R. REYES RE: SAME (1.2).
ZIEGLER VE	05/12/06	3.70	REVIEW UTILITY CONTRACT BETWEEN AVAYA AND DELPHI (2.1); TELECONFERENCE WITH R. REYES RE: SAME (0.5); PARTICIPATE IN TELECONFERENCE WITH AVAYA AND R. REYES RE: REQUEST BY AVAYA FOR COURT APPROVAL OF PURCHASE OF EQUIPMENT (1.1).
		10.80	
Total Associate		10.80	
TOTAL TIME		<u>10.80</u>	



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

**Delphi Corporation (DIP)  
Utilities**

**Bill Date: 06/30/06  
Bill Number: 1112661**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee/Dept.</b>	<b>Amount</b>
In-house Reproduction	05/05/06	Copy Center, D	0.24
In-house Reproduction	05/09/06	Copy Center, D	2.97
In-house Reproduction	05/12/06	Copy Center, D	0.57
In-house Reproduction	05/19/06	Copy Center, D	0.11
In-house Reproduction	05/23/06	Copy Center, D	0.11
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$4.00</b>
Lexis/Nexis	05/01/06	Ziegler VE	156.17
Lexis/Nexis	05/11/06	Ziegler VE	135.83
		<b>TOTAL LEXIS/NEXIS</b>	<b>\$292.00</b>
Westlaw	05/12/06	Ziegler VE	301.00
		<b>TOTAL WESTLAW</b>	<b>\$301.00</b>
Messengers/ Courier	05/05/06	Dist Serv/Mail/Page, D	11.73
Messengers/ Courier	05/16/06	Dist Serv/Mail/Page, D	180.24
Messengers/ Courier	05/16/06	Dist Serv/Mail/Page, D	135.03
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$327.00</b>
		<b>TOTAL MATTER</b>	<b>\$924.00</b>